

No: 28/2018/BB-DHĐCĐ

Hanoi, July 05, 2018

**MINUTES****2018 extra GENERAL MEETING of SHAREHOLDERS****TRAPHACO JSC**

Regarding: voting of additional BoD and BoS members

**Name of Organization:** TRAPHACO JSC  
**Headquarters:** No. 75 Yen Ninh Street, Quan Thanh Ward, Ba Dinh District, Hanoi  
**Phone:** (84-4) 37341797 **Fax:** (84-4) 36814910  
**Business Registration Certificate No.:** 0100108656 issued by Ha Noi Department of Planning and Investment on 24/12/1999, with the 22nd amendment made on 01/8/2017.  
**Time:** 8:00 AM - 12:00 PM, Mar 30, 2018  
**Venue:** Great Hall, Hoang Liet Plant, Traphaco JSC - Hoang Liet, Hoang Mai, Hanoi.  
**Chair of the eGMS:** Md. **Vu Thi Thuan** – Chairwoman of the Board of Directors,  
**Secretary:** Mr. **Pham Thai Son**

**I. OPENING****1. Opening**

On behalf of the Organizing Committee, Mrs. **Nguyen Thi Vinh Hue** guides the eGMS the following procedures:

- Announce the reason for the organization of the 2018 eGMS;
- Introduce delegates: Journalists, Company's leaderships, Shareholders
- **Introduce the Agenda of 2018 eGMS.**

*The General Assembly of Shareholders (GAS) agreed 100% the Agenda of the eGMS.*

- **Approve the working regulation at the 2018 eGMS**

Mrs. **Nguyen Thi Vinh Hue** - Representative of the Organizing Committee - reads the Working Regulation at the 2018 eGMS of Traphaco JSC

*GAS agreed 100% the working regulation of the eGMS.*

**2. Report on the result of shareholders' status verification**

At 9:15 AM, GAS have heard Mrs. **Trinh Thi Tham** - Head of Shareholder Verification Committee disclosing the results of verification of shareholders and shareholders' representatives as follows:

No	Shareholders attending the meeting	Number	Number of shares	Percentage of voting shares
1.	Total number of voting shares according to the list of shareholders on June 15th, 2018	1,388	41,450,540	100%
2.	Number of shareholders and representatives of shareholders	80	35.645.304	85.99%

attending the meeting			
-----------------------	--	--	--

According to the Law on Enterprises and the Charter of the Company, the extra General Meeting of Shareholders in 2018 of Traphaco Joint Stock Company dated 05/7/2018 has 80 shareholders and representatives, equivalent to 85.99% of total voting rights. The eGMS is legal and valid.

**Introduce and invite the Presidium, Chairperson to work.**

*Presidium:*

- Md. **Vu Thi Thuan** - Chairwoman, Chair of the General Meeting
- Mr. **Nguyen Anh Tuan** - Vice Chairman,
- Mr. **Tran Tuc Ma** - Board member, CEO

**Introduce members of the Secretariat.**

Md. **Vu Thi Thuan** – Chairwoman, introduces:

Mr. **Pham Thai Son** - Secretary to the Board - Secretary of the General Meeting

*GAS unanimously passed 100%.*

**II. CONTENT**

Md. **Vu Thi Thuan - Chairwoman of the Board** presented to the General Assembly of Shareholders:

**Dismissing from and adding members to BoD and BoS**

1. Md. **Vu Thi Thuan** presented the dismissal of the position of BoD member for Mr. **Chris E. Freund** and Mr. **Chad Ryan Ovel** and the position of BoS member for Ms. **Do Thi Khanh Van**, according to the resignation letters submitted to Board's Standing on May 16th, 2018 and asked the voting of the General Assembly.

GAS unanimously agreed to dismiss the position of BoD member for Mr. Chris E. Freund and Mr. Chad Ryan Ovel, and the position of BoS member for Ms. Do Thi Khanh Van: 100%

2. Mr. **Nguyen Anh Tuan** presented the Regulation on Nomination of additional members to Board of Directors, Board of Supervisors of the extraordinary General Meeting of Shareholders - July, 2018.

GAS unanimously approved 100% of the contents of the Regulation on Nomination of additional members to Board of Directors, Board of Supervisors for the 2016-2020 term.

3. Mr. **Nguyen Anh Tuan** introduced the list of candidates (all candidates have CVs attached).

Candidates nominated to the Board of Directors:

1. Mr. **Lee ChoongHwan** – nominated by shareholder MAGBI Fund (owns 24.99% stake),

2. Mr. **Kim Dong Hyu** – nominated by Super Delta shareholders Pte. Ltd. (owns 15.12% stake).

Candidate nominated to the Board of Supervisors:

1. Ms. **Tran Thi Ly** – notminated by shareholder Super Delta Pte. Ltd.

GAS unanimously agreed on the list of two candidates for election to BoD: Lee ChoongHwan and Kim Dong Hyu, and one candidate for election to BoS: Tran Thi Ly: 100%

4. Mr. **Trần Túc Mã** introduced the list of Election Committee consisting of 3 persons:

Ms. **Nguyen Thi Bich Lien** – Head.

Ms. **Trinh Thi Tham** – Member

Ms. **Luong Thi Phuong Minh** – Member.

GAS agreed the list of Election Committee: 100%

5. Ms. **Nguyen Thi Bich Lien** - Head of the Election Committee presented the Regulations on the election of members to the Board of Directors and the Board of Supervisors

GAS unanimously approved the Electoral Regulations: 100%

6. Ms. **Nguyen Thi Bich Lien** presented the voting guidance.

At 9:45, before the election, Ms. **Trinh Thi Tham** - Head of Shareholder Verification Committee reported: the number of shareholders and representatives of shareholders attending the meeting is 89, representing 36,240,614 shares, corresponding to 87.42% of the voting shares of the Company.

GAS conducted the election by secret ballot.

The Elections Committee counted votes.

### **III. ELECTION RESULTS**

Ms. **Nguyen Thi Bich Lien** - Head of the Election Committee reported the Minutes of vote counting.

Results of vote counting:

Mr. **Lee ChoongHwan** was elected to the Board of Directors for the 2016-2020 term with 35,368,724 voting shares, a ratio of 98.04%.

Mr. **Kim Dong Hyu** was elected to the Board of Directors for the 2016-2020 term with 35,323,151 voting shares, a ratio of 97.91%.

Ms. **Tran Thi Ly** was elected to the Board of Supervisors for the 2016-2020 term with 35,345,527 voting shares, a ratio of 97.97%.

#### **IV. APPROVE MINUTES AND RESOLUTIONS OF THE AGM**

Mr. **Pham Thai Son** - eGMS' Secretary read the Minutes of the General Meeting of Shareholders and the draft Resolution of the 2018 eGMS.

GAS voted and unanimously approved the full text of Resolutions of the 2018 eGMS with the approval rate of 100% total votes of shareholders attending the eGMS.

This Minutes was noted at 10h45 AM, July 5th, 2018.

The eGMS ended 10h50 the same day.

#### **B/O. GENERAL ASSEMBLY OF SHAREHOLDERS**


**Chair of the AGM:**

**Chairwoman of Board of Directors**

*(signed)*

**MSc. Vu Thi Thuan**

**Secretary**



**MSc. Pham Thai Son**